

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "MEDICAL EQUIPMENT LEASING PARTNERS 1, L.P." AS RECEIVED AND FILED IN THIS OFFICE.

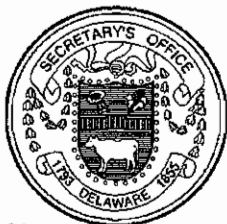
THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF LIMITED PARTNERSHIP, FILED THE ELEVENTH DAY OF DECEMBER, A.D. 1992, AT 9 O'CLOCK A.M.

CERTIFICATE OF RESTORATION, FILED THE TENTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

CERTIFICATE OF CANCELLATION, FILED THE TENTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED PARTNERSHIP, "MEDICAL EQUIPMENT LEASING PARTNERS 1, L.P.".



2318649 8100H

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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6372763

DATE: 02-11-08

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/11/1992
712346006 - 2318649

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MEDICAL EQUIPMENT LEASING PARTNERS 1, L.P.**

The undersigned, desiring to form a limited partnership pursuant to the provisions of the Delaware Revised Uniform Limited Partnership Act, does hereby certify as follows:

1. The name of the limited partnership is: Medical Equipment Leasing Partners 1, L.P. (the "Partnership").
2. The address of the registered office of the Partnership is:

Corporation Service Company
1013 Centre Road, Wilmington,
New Castle County, Delaware 19805.

The name and address of the registered agent for service of process in the State of Delaware is:

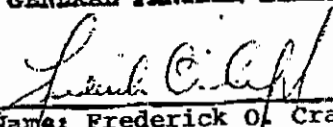
Corporation Service Company
1013 Centre Road, Wilmington,
Newcastle County, Delaware 19805.

3. The name and the mailing address of the sole general partner (the "General Partner") is:

MEL General Partner Limited
Craigmuir Chambers, P.O. Box 71
Road Town, Tortola,
British Virgin Islands

IN WITNESS WHEREOF, the undersigned, being the sole General Partner of the Partnership, has duly executed this Certificate of Limited Partnership as of the 9th day of December, 1992..

MEL GENERAL PARTNER LIMITED

By: 
Name: Frederick O. Crawford
Title: Director

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/10/1999
991233878 - 2318649

**CERTIFICATE TO RESTORE TO GOOD STANDING
A DELAWARE LIMITED PARTNERSHIP
PURSUANT TO TITLE 6, SEC. 17-1109**

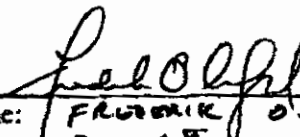
FIRST: The name of the Limited Partnership is Medical Equipment Leasing Partners 1, L.P. (the "Partnership").

SECOND: The date of the original filing of the Certificate of Limited Partnership with the Office of the Secretary of State of the State of Delaware was December 11, 1992.

The undersigned, MEL General Partner Limited, the General Partner of the Partnership, does hereby certify that the Partnership has paid all annual taxes, penalties and interest due to the State of Delaware.

The undersigned does hereby request that the Partnership be restored to good standing.

MEL GENERAL PARTNER LIMITED

By: 
Name: FREDERICK O. CAMERON
Title: President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 06/10/1999
991233880 - 2318649

**CERTIFICATE OF CANCELLATION
OF
MEDICAL EQUIPMENT LEASING PARTNERS I, L.P.**

Pursuant to Section 17-203 of the
Delaware Revised Uniform Limited Partnership Act

FIRST: The name of the limited partnership is Medical Equipment Leasing Partners I, L.P. (the "Partnership")

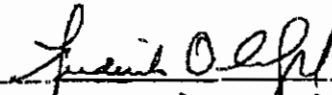
SECOND: The Certificate of Limited Partnership of the Partnership was originally filed in the Office of the Secretary of State of the State of Delaware on December 11, 1992.

THIRD: The Certificate of Cancellation is being filed as a result of the dissolution of the Partnership and the sale of its assets.

FOURTH: The effective date of cancellation shall be immediately upon the filing of this Certificate of Cancellation

IN WITNESS WHEREOF, the undersigned, being the sole General Partner of the Partnership, has duly executed this Certificate of Cancellation as of the 28th day of May, 1999

MEL GENERAL PARTNER LIMITED

By: 
Name: FREDERICK O. CAMERON
Title: President